



SEABOARD COAST LINE RAILROAD COMPANY

Law Department
3600 West Broad Street
Richmond, Virginia

KEMPER K. HYERS
ASSISTANT GENERAL SOLICITOR

MAIL ADDRESS: P. O. BOX 27581
RICHMOND, VA. 23261

RECORDATION NO. *6686-1* Filed 1425

APR 1 - 1980 - 3 05 PM

INTERSTATE COMMERCE COMMISSION

March 28, 1980

103190

105797

0-0001111

Date: **APR 1 1980**

Fee: *10.00*

CC Washington, D. C.

Honorable Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D. C.

I am enclosing for filing and recordation under the provisions of 49 U.S.C. § 11303 three executed counterparts of an indenture of release and partial satisfaction dated as of March 24, 1980, as to the specific cars listed in this document, relating to Seaboard Coast Line Railroad Equipment Trust, No. 9, dated as of August 15, 1972, filed on August 8, 1972, at 2:40 p.m. and assigned Recordation No. 6686.

Counterparts Nos. 2 and 3 should be returned to the undersigned at P. O. Box 27581, Richmond, Virginia 23261, after recordation has been completed.

Voucher payable to the Interstate Commerce Commission to cover the recordation fee is enclosed.

Very truly yours,

K. K. Hyers

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BILL OF SALE, RELEASE AND PARTIAL SATISFACTION, made this 24th day of MARCH, 1980, by and between MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, a corporation of Maryland, as Trustee under Seaboard Coast Line Railroad Equipment Trust, No. 9, dated as of August 15, 1972, as supplemented (hereinafter called "Trustee"), and SEABOARD COAST LINE RAILROAD COMPANY, a corporation of Virginia (hereinafter called "SCL");

W I T N E S S E T H:

That for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration paid by the SCL to the Trustee, at and before the execution of these presents, the receipt of which is hereby acknowledged, the Trustee has granted, bargained, sold, assigned, transferred and set over and by these presents does hereby grant, bargain, sell, assign, transfer and set over unto the SCL, its successors and assigns, certain units of railroad equipment of the type and bearing the road numbers shown on Schedule A attached hereto and made a part hereof, "as is", delivered to the SCL at Waycross or Tampa, Florida, or such other location as the SCL may desire, with all transportation charges prepaid.

TO HAVE AND TO HOLD the said railroad equipment unto the SCL, its successors and assigns, forever.

The Trustee hereby warrants to the SCL, its successors and assigns, that, at the time of delivery of the said railroad equipment to the SCL, the Trustee had legal title thereto, free and clear of all liens, claims and encumbrances of any nature, and good and lawful right to sell same, and the Trustee covenants that it will warrant and defend such title against all claims and demands whatsoever.

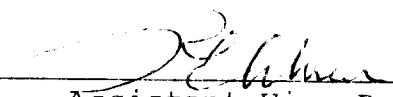
The Trustee hereby releases and quitclaims to the SCL any interest it may have in the said railroad equipment by reason of the aforesaid Equipment Trust and does hereby RELEASE said railroad equipment from, and as to such equipment only does issue a PARTIAL SATISFACTION of said Equipment Trust.

IN WITNESS WHEREOF, the Trustee has caused this bill of sale to be duly signed by a duly authorized officer and its corporate seal to be affixed hereto, duly attested as of the day and year first above written.

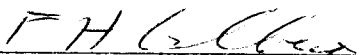
MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY

[Corporate Seal]

By


Assistant Vice President

Attest:



SCHEDULE A

One (1) 77-ton 50-foot single door box car

No. SCL 24345

Nine (9) 77-ton 50-foot double door box cars

Nos. SCL 40321

40340

40370

40381

40490

40499

40554

40557

40592

STATE OF MARYLAND)
)
CITY OF BALTIMORE) ss.

On this 24th day of March, 1980, before me personally appeared R. E. Schreiber, to me personally known, who, being by me duly sworn, says that he is Assistant Vice President of Mercantile-Safe Deposit and Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Patricia M. G. [Signature]
Notary Public

[Notarial Seal]

My commission expires: 7-1-82